

**IN THE UNITED STATES BANKRUPTCY COURT
NORTHERN DISTRICT OF MISSISSIPPI**

**IN RE:
MARITIME COMMUNICATIONS/
LAND MOBILE, LLC**

**CHAPTER 11
CASE NO. 11-13463-DWH**

**ORDER GRANTING FIRST APPLICATION FOR ALLOWANCE OF
COMPENSATION AND REIMBURSEMENT OF NECESSARY EXPENSES
FOR SPECIAL COUNSEL ROBERT J. KELLER, P.C.**

THIS CAUSE having come on to be heard on the *First Application for Allowance of Compensation and Reimbursement of Necessary Expenses for Special Counsel Robert J. Keller, P.C.* [DK #899] (the "Application") filed herein by Maritime Communications/Land Mobile, LLC (the "Debtor"), the objections thereto of Warren Havens, Skybridge Spectrum Foundation, Verde Systems LLC, Environmental LLC, Intelligent Transportation & Monitoring LLC, and Telesaurus Holdings GB LLC (collectively, "SkyTel") [DK #914]; Denton County Electric Cooperative, Inc. d/b/a CoServ Electric ("CoServ") [DK #917]; and Crown Castle South LLC ("Crown Castle") [DK #920]; the Court having heard and considered the Application and the objections thereto and being otherwise fully advised in the premises, hereby finds as follows, to-wit:

1. Notice of, and a hearing on, the Application were adequate and appropriate under the circumstances. On August 1, 2011, the Debtor filed its Voluntary Petition for reorganization with this Court under Chapter 11 of the Bankruptcy Code.

2. On December 21, 2011, an Order was entered by the Court, *nunc pro tunc* to August 1, 2011, approving the employment of Robert L. Keller, P.C. ("Mr. Keller") of Post Office Box 33428, Washington, DC 20033-0428, to act as the Debtor's special counsel in

connection with any regulatory issues and efforts involving the FCC licenses in which the Debtor may have an interest and in any ensuing litigation related thereto.

3. This is the Debtor's first request for allowance of compensation for professional services rendered in this proceeding by Mr. Keller. This request covers the period from August 1, 2011, to and including November 20, 2012, and is for the sum of \$249,043.44, representing \$248,045.00 in fees and \$7,205.00 in expenses, LESS \$6,207.46 retainer being held by Mr. Keller.

4. The services rendered to the Debtor by Mr. Keller have been of benefit to the estate, they are fair and reasonable.

5. The limited objection of Skytel was addressed by that Order entered on January 7, 2013, [DK #962], the terms of which are incorporated herein by reference.

6. The limited objection of Denton County Cooperative, Inc., d/b/a CoServ Electric is resolved by separate Order entered on January 7, 2013, [DK #961], the terms of which are incorporated herein by reference.

7. The Court rules that the potential administrative claim of CoServ in the liquidation sum of \$153,600 shall be preserved and a sufficient prorated allocation for it shall be preserved out of the \$250,000.00 payable by Choctaw for administrative claims under paragraph II.B.1.5.a. of the First Amended Plan of Reorganization. The prorated portion of CoServ's claim amounts to 11.836 percent of the available \$250,000.00, specifically \$29,590.00. CoServ's claim, if approved by the Court, will be paid within the payment framework for administrative expense claims as reflected on Page 12 of the First Amended Plan of Reorganization, Paragraph II.B.1.5.b.-g, subject to the Effective Date of the Plan. In the event Choctaw entities do not

timely pay the allowed claim, if any, of CoServ, then CoServ's claim to its pro rata share of the \$250,000.00 is preserved.

8. The objection of Crown Castle is denied, without prejudice.

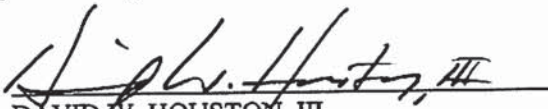
9. Mr. Keller is entitled to interim compensation for professional services rendered to the Debtor and reimbursement of expenses it has incurred on behalf of the Debtor pursuant to the provisions of 11 U.S.C. Section 330 and Rule 2016 (b), Federal Rules of Bankruptcy Procedure. Therefore, the Application should be approved and granted.

IT IS ACCORDINGLY, ORDERED:

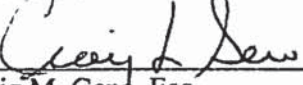
a. Mr. Keller is hereby allowed interim compensation and reimbursement of expenses in the sum of \$249,043.44 (\$248,045.00 in fees and \$7,205.00 in expenses), LESS \$6,207.46 retainer being held by Mr. Keller.

b. The sum approved and allowed by this Court as interim compensation and reimbursement of expenses is a priority administrative expense as set forth in 11 U.S.C. §§ 503(b)(2) and 507(a)(2), and the Debtor is authorized and directed to pay the same to Mr. Keller in accordance with the schedule of payments set forth in the First Amended Plan of Reorganization [DK #669].

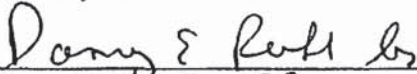
SO ORDERED this, 14th day of January, 2013.


DAVID W. HOUSTON, III
UNITED STATES BANKRUPTCY JUDGE

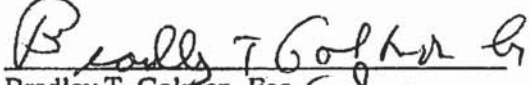
APPROVED AS TO FORM:



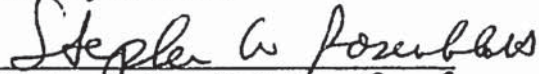
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